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Attorneys for Plaintiff
VENTURA FOODS, LLC

UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK

VENTURA FOODS, LLC,

Plaintiff,

v.

SUPREME OIL COMPANY,
INCORPORATED a.k.a. ADMIRATION
FOODS,

Defendant.

07 CV 7338 (PKC) (MHD)

AFFIDAVIT OF TERRY SPLANE

I, TERRY SPLANE, declare under penalty of perjury:


1. I am the Vice President of Marketing of Ventura Foods, LLC ("Ventura"). The statements made herein are based on my personal knowledge, company records or as otherwise indicated.
2. This declaration is submitted in support of an application by Supreme Oil Company Incorporated a.k.a. Admiration Foods ("Supreme") to file papers under seal which include documents or information that Ventura has designated as "Confidential –

Attorneys' Eyes Only" pursuant to the 9/28/07 Stipulation and Order for the Production and Exchange of Confidential Information.

3. Defendant Supreme Oil Company's Memorandum in Opposition to Plaintiff's Motion for Preliminary Injunction ("Supreme's Opposition") attaches as Exhibit J a business document (VF 00057-66) that Ventura has designated as "Confidential – Attorneys' Eyes Only." This document listing Ventura's distributors contains trade secrets and proprietary business information. Disclosure of such highly sensitive commercial information to Supreme or any other competitor would greatly harm Ventura's business.
4. Likewise, any discussion revealing the substance of this document (as on page 20 of Supreme's Opposition) would also compromise Ventura's ability to compete
5. On October 11, 2007, Supreme marked Ventura's distributor list as Exhibit 4 during my deposition and questioned me about this exhibit on pages 31-34 of the final transcript. Ventura designated these pages as "Confidential – Attorneys' Eyes Only" because they discussed the contents of Exhibit 4.
6. To the extent Supreme intends to include Exhibit 4 or pages 31-34 of my deposition in its submission, these documents contain Ventura's trade secrets and propriety business information and thus require protection.

I declare under penalty of perjury that the foregoing is true and correct.

Executed on October 22, 2007



Terry Splane